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and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re</b>	:	<b>Chapter 11</b>
	:	
<b>SEARS HOLDINGS CORPORATION, <i>et al.</i>,</b>	:	<b>Case No. 18-23538 (RDD)</b>
	:	
<b>Debtors.<sup>1</sup></b>	:	<b>(Jointly Administered)</b>
-----X		

**CERTIFICATE OF NO OBJECTION PURSUANT TO 28 U.S.C. § 1746  
REGARDING DEBTORS' FOURTH OMNIBUS OBJECTION TO  
PROOFS OF CLAIM (AMENDED AND SUPERSEDED CLAIMS)**

TO THE HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE:

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Pursuant to 28 U.S.C. § 1746, and in accordance with this Court's case management procedures set forth in the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the "**Amended Case Management Order**"), the undersigned hereby certifies as follows:

1. On August 29, 2019, Sears Holdings Corporation and certain of its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "**Debtors**"), filed the *Debtors' Fourth Omnibus Objection to Proofs of Claim (Amended and Superseded Claims)* (ECF No. 5030) (the "**Omnibus Objection**").

2. In accordance with the Amended Case Management Order, the Debtors established a deadline for parties to file responses to the Omnibus Objection (the "**Response Deadline**"). The Response Deadline was set for September 19, 2019, at 4:00 p.m. (Prevailing Eastern Time). The Amended Case Management Order provides that pleadings may be granted without a hearing, provided that no objections or other responsive pleadings have been filed on, or prior to, the relevant response deadline and the attorney for the entity who filed the pleading complies with the relevant procedural and notice requirements.

3. The Response Deadline has now passed and, to the best of my knowledge, with respect to the claims identified on **Exhibit 1** (the "**Amended and Superseded Claims**") to the proposed order granting the relief requested in the Omnibus Objection annexed hereto as **Exhibit A** (the "**Proposed Order**"), no responsive pleadings to have been filed with the Court on the docket of the above-referenced cases in accordance with the procedures set forth in the Amended Case Management Order or served on counsel to the Debtors.

4. Accordingly, the Debtors respectfully request that the Proposed Order be entered in accordance with the procedures described in the Amended Case Management Order.

I declare that the foregoing is true and correct.

Dated: October 22, 2019  
New York, New York

/s/ Garrett A. Fail

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*Attorneys for Debtors*

*and Debtors in Possession*

**Exhibit A**

**Proposed Order**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	
<b>In re</b>	: <b>Chapter 11</b>
	:
<b>SEARS HOLDINGS CORPORATION, et al.,</b>	: <b>Case No. 18-23538 (RDD)</b>
	:
<b>Debtors.<sup>1</sup></b>	: <b>(Jointly Administered)</b>
-----X	

**ORDER GRANTING DEBTORS' FOURTH OMNIBUS  
OBJECTION TO PROOFS OF CLAIM (AMENDED AND SUPERSEDED CLAIMS)**

Upon the *Debtors' Fourth Omnibus Objection to Proofs of Claim (Amended and Superseded Claims)*, filed August 29, 2019 (the "**Objection**"),<sup>2</sup> of Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "**Debtors**"), pursuant to section 502 under title 11 of the United States Code (the "**Bankruptcy Code**") and Rule 3007 of the Federal Rules of Bankruptcy Procedures (the "**Bankruptcy Rules**"), for an order (i) disallowing and expunging the Amended and Superseded Claims (as defined below), and (ii) granting related relief, as more fully set forth in the Objection; and the Court having jurisdiction to consider the Objection and the relief requested

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

<sup>2</sup> Capitalized terms not otherwise herein defined shall have the meanings ascribed to such terms in the Objection.

therein in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Bankruptcy Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having entered the *Order Approving (I) Claims Objection Procedures, (II) Claims Settlement Procedures, and (III) Claims Hearing Procedures* (ECF No. 3014) (the “**Claims Procedures Order**”); and due and proper notice of the relief requested in the Objection having been provided in accordance with the Claims Procedures Order, and it appearing that no other or further notice need be provided in accordance with the Amended Case Management Order; and it appearing that other or further notice need be provided; and upon the record of all of the proceedings had before the Court; and the Court having found and determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and that the relief sought in the Objection is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The relief requested in the Objection is granted.
2. Pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, each of the claims listed on **Exhibit 1** annexed hereto, under the heading “*Claims to be Disallowed*” (the “**Amended and Superseded Claims**”), is hereby disallowed and expunged in its entirety and each such Amended and Superseded Claim shall be deleted from the Debtors’ claim register.
3. The disallowance and expungement of the Amended and Superseded Claims does not constitute any admission or finding concerning any of the claims listed on **Exhibit 1** annexed hereto, under the heading “*Surviving Claims*” (the “**Surviving Claims**”), and the Surviving Claims are neither allowed nor disallowed by this Order.

4. To the extent that any of the Amended and Superseded Claims contain attachments that are not included in the Surviving Claims, the Debtors shall treat such attachments as if they are attached to the Amended and Superseded Claims, as applicable.

5. The rights of the Debtors to object to the Surviving Claims, in whole or in part, and on any basis, are specifically reserved.

6. Each of the Surviving Claims is deemed to have been filed on the date the original corresponding Amended and Superseded Claim was filed by the Claimant.

7. The Debtors, the Debtors' claims and noticing agent, Prime Clerk, and the Clerk of this Bankruptcy Court are authorized to take all actions necessary or appropriate to give effect to this Order.

8. This Court shall retain jurisdiction over the Debtors and the claimants whose claims are subject to the Objection with respect to any matters related to or arising from the Objection or the implementation of this Order.

9. The terms and conditions of this Order are effective immediately upon entry.

Dated: \_\_\_\_\_, 2019  
White Plains, New York

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HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit 1**



Claims to be Disallowed										Surviving Claims								
Ref #	Name of Claimant	Claim No. to be Disallowed	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount	Name of Claimant	Surviving Claim No.	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount
1.	ABS Graphics, Inc.	1153	Sears Holdings Corporation	\$6,812.00	\$0.00	\$0.00	\$0.00	\$116,439.91	\$123,251.91	ABS Graphics, Inc.	9285	Sears Holdings Corporation	\$0.00	\$0.00	\$0.00	\$0.00	\$123,251.91	\$123,251.91
2.	AMW Vietnam Co., Ltd.	480	Kmart Corporation	\$0.00	\$0.00	\$0.00	\$0.00	\$145,974.75	\$145,974.75	AMW Vietnam Co., Ltd.	14036	Sears Holdings Corporation	\$314,760.69	\$0.00	\$0.00	\$0.00	\$693,157.91	\$1,007,918.60
3.	AMW Vietnam Co., Ltd.	520	Sears, Roebuck and Co.	\$0.00	\$0.00	\$0.00	\$0.00	\$277,837.54	\$277,837.54									
4.	AMW Vietnam Co., Ltd.	542	Sears, Roebuck and Co.	\$0.00	\$0.00	\$0.00	\$0.00	\$150,658.50	\$150,658.50									
5.	AMW Vietnam Co., Ltd.	605	Kmart Corporation	\$0.00	\$0.00	\$0.00	\$0.00	\$89,627.85	\$89,627.85									
6.	AMW Vietnam Co., Ltd.	607	Sears, Roebuck and Co.	\$0.00	\$0.00	\$0.00	\$0.00	\$284,499.60	\$284,499.60									
7.	AMW Vietnam Co., Ltd.	743	Sears Holdings Corporation	\$207,644.39	\$0.00	\$0.00	\$0.00	\$740,831.63	\$948,476.02									
8.	Buxton Acquisition Co., LLC	891	Sears Holdings Corporation	\$84,314.30	\$0.00	\$0.00	\$0.00	\$178,975.75	\$263,290.05	Buxton Acquisition Co., LLC	16754	Sears, Roebuck and Co.	\$84,314.30	\$0.00	\$0.00	\$0.00	\$161,501.30	\$245,815.60
9.	Central Power Distributors, Inc.	147	Sears Holdings Corporation	\$670,093.85	\$0.00	\$0.00	\$0.00	\$0.00	\$670,093.85	Central Power Distributors, Inc.	5234	Sears, Roebuck and Co.	\$670,093.85	\$0.00	\$0.00	\$0.00	\$0.00	\$670,093.85
10.	CRG Financial LLC (As Assignee of Topet USA Inc.)	2935	Sears Holdings Corporation	\$0.00	\$0.00	\$0.00	\$0.00	\$1,979.28	\$1,979.28	Whitebox Multi-Strategy Partners, LP as Transferee of CRG Financial LLC (As Assignee of Topet USA Inc.)	18127	Kmart Corporation	\$1,979.28	\$0.00	\$0.00	\$0.00	\$0.00	\$1,979.28
11.	Cudlie Accessories LLC	4978	Sears Holdings Corporation	\$411.60	\$0.00	\$0.00	\$0.00	\$10,127.40	\$10,539.00	CUDLIE ACCESSORIES LLC C	11796	Sears, Roebuck and Co.	\$4,104.00	\$0.00	\$0.00	\$0.00	\$0.00	\$4,104.00
12.	Data Print Technologies, Inc.	1239	Sears Holdings Corporation	\$254,551.87	\$0.00	\$0.00	\$0.00	\$440,197.31	\$694,749.18	Data Print Technologies, Inc.	6200	Sears Holdings Corporation	\$70,048.15	\$0.00	\$0.00	\$0.00	\$438,595.66	\$508,643.81
13.	Dynasty Carpet & Rug Co., Inc.	5070	Sears Holdings Corporation	\$0.00	\$0.00	\$0.00	\$0.00	\$87,305.75	\$87,305.75	Dynasty Carpet & Rug Co., Inc.	13128	Sears Holdings Corporation	\$11,194.20	\$0.00	\$0.00	\$0.00	\$76,111.55	\$87,305.75
										Dynasty Carpet & Rug Co., Inc.	15836	Sears Holdings Corporation	\$11,194.20	\$0.00	\$0.00	\$0.00	\$76,111.55	\$87,305.75
14.	Gaia Group, Inc.	481	Sears Holdings Corporation	\$174,368.44	\$0.00	\$0.00	\$0.00	\$0.00	\$174,368.44	Gaia Group, Inc.	4279	Sears Holdings Corporation	\$12,600.00	\$0.00	\$0.00	\$0.00	\$161,768.44	\$174,368.44
15.	Hangzhou In-Choice Import and Export Co., Ltd	186	Sears Holdings Corporation	\$0.00	\$0.00	\$0.00	\$0.00	\$326,048.17	\$326,048.17	Hangzhou In-Choice Import and Export Co., Ltd	4609	Kmart Corporation	\$109,669.53	\$0.00	\$0.00	\$0.00	\$216,378.64	\$326,048.17
16.	HANGZHOU IN- CHOICE IMPORT AND EXPORT CO., LTD	190	Sears Holdings Corporation	\$0.00	\$0.00	\$0.00	\$0.00	\$283,341.12	\$283,341.12	HANGZHOU IN- CHOICE IMPORT AND EXPORT CO., LTD	4587	Kmart Corporation	\$283,341.12	\$0.00	\$0.00	\$0.00	\$0.00	\$283,341.12
17.	Hangzhou In-Choice Import and Export Co., LTD	266	Sears, Roebuck and Co.	\$4,024.80	\$0.00	\$0.00	\$0.00	\$167,850.90	\$171,875.70	Hangzhou In-Choice Import and Export Co., Ltd	4616	Sears, Roebuck and Co.	\$171,875.70	\$0.00	\$0.00	\$0.00	\$0.00	\$171,875.70
18.	HANGZHOU IN- CHOICE IMPORT AND EXPORT CO LTD	408	Sears Holdings Corporation	\$0.00	\$0.00	\$0.00	\$0.00	\$359,154.36	\$359,154.36	HANGZHOU IN- CHOICE IMPORT AND EXPORT CO., LTD	4588	Sears, Roebuck and Co.	\$99,197.40	\$0.00	\$0.00	\$0.00	\$259,956.96	\$359,154.36
19.	INTEGRATED SERVICE MGT LLC	1024	Sears Holdings Corporation	\$201,153.81	\$0.00	\$0.00	\$166,791.39	\$111,597.56	\$479,542.76	INTEGRATED SERVICE MGT LLC	10449	Sears Holdings Corporation	\$201,153.81	\$0.00	\$0.00	\$166,791.39	\$119,782.66	\$487,727.86
20.	International Paper	691	Sears Holdings Corporation	\$116,548.33	\$0.00	\$0.00	\$0.00	\$0.00	\$116,548.33	International Paper	9567	Kmart Corporation	\$116,548.33	\$0.00	\$0.00	\$0.00	\$0.00	\$116,548.33
										International Paper	10037	Kmart Corporation	\$116,548.33	\$0.00	\$0.00	\$0.00	\$0.00	\$116,548.33
21.	Kimberly-Clark Corporation	5369	Kmart Corporation	\$748,232.33	\$0.00	\$0.00	\$0.00	\$247,725.99	\$995,958.32	Kimberly-Clark Corporation	9030	Kmart Corporation	\$748,232.33	\$0.00	\$0.00	\$0.00	\$247,725.99	\$995,958.32
22.	KISS PRODUCTS, INC.	3134	Sears Holdings Corporation	\$240,440.88	\$0.00	\$0.00	\$0.00	\$604,881.87	\$845,322.75	Kiss Products, Inc.	10672	Sears Holdings Management Corporation	\$240,440.88	\$0.00	\$0.00	\$0.00	\$604,881.87	\$845,322.75

Claims to be Disallowed										Surviving Claims									
Ref #	Name of Claimant	Claim No. to be Disallowed	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount	Name of Claimant	Surviving Claim No.	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount	
23.	Ledvance LLC	1177	Sears Holdings Corporation	\$349,504.10	\$0.00	\$0.00	\$0.00	\$823,346.50	\$1,172,850.60	Ledvance LLC	14492	Kmart Corporation	\$94,590.84	\$0.00	\$0.00	\$0.00	\$137,016.85	\$231,607.69	
										Ledvance LLC	14800	Sears, Roebuck and Co.	\$254,913.26	\$0.00	\$0.00	\$0.00	\$686,329.65	\$941,242.91	
24.	Lifeworks Technology Group, LLC	6553	Sears Holdings Corporation	\$1,484.40	\$0.00	\$0.00	\$0.00	\$16,218.98	\$17,703.38	Lifeworks Technology Group	11158	Sears Holdings Corporation	\$1,484.40	\$0.00	\$0.00	\$1,484.40	\$14,734.58	\$17,703.38	
25.	Lifeworks Technology Group, LLC	6565	Kmart Corporation	\$3,744.00	\$0.00	\$0.00	\$0.00	\$24,016.76	\$27,760.76	Lifeworks Technology Group	11123	Kmart Corporation	\$3,744.00	\$0.00	\$0.00	\$0.00	\$24,016.76	\$27,760.76	
26.	Mansheen Industries Ltd.	1255	Sears Holdings Corporation	\$202,297.62	\$0.00	\$0.00	\$0.00	\$385,674.84	\$587,972.46	MAN SHEEN INDUSTRIES LTD.	12476	Sears Holdings Corporation	\$175,987.98	\$0.00	\$0.00	\$0.00	\$39,845.60	\$215,833.58	
										MAN SHEEN INDUSTRIES LTD	12637	Kmart Corporation	\$258,633.61	\$0.00	\$0.00	\$0.00	\$113,472.47	\$372,106.08	
27.	netRelevance LLC	1274	Sears Holdings Corporation	\$306,378.55	\$0.00	\$0.00	\$0.00	\$268,708.50	\$575,087.05	netRelevance LLC	12276	Sears Holdings Corporation	\$306,378.55	\$0.00	\$0.00	\$0.00	\$268,708.50	\$575,087.05	
28.	Niagara Bottling, LLC	8167	Sears Holdings Corporation	\$326,344.25	\$0.00	\$0.00	\$0.00	\$13,577.62	\$339,921.87	Niagara Bottling, LLC	8786	Kmart Corporation	\$257,552.41	\$0.00	\$0.00	\$0.00	\$82,369.46	\$339,921.87	
										Niagara Bottling, LLC	8620	Kmart Corporation	\$326,344.25	\$0.00	\$0.00	\$0.00	\$13,577.62	\$339,921.87	
29.	Ningbo Splendid Home Textiles Co., Ltd	900	Kmart Corporation	\$29,700.00	\$0.00	\$0.00	\$0.00	\$0.00	\$29,700.00	NINGBO SPLENDID HOME TEXTILES CO.,LTD	2693	Kmart Corporation	\$29,700.00	\$0.00	\$0.00	\$0.00	\$0.00	\$29,700.00	
										Ningbo Splendid Home Textiles Co., Ltd	2711	Kmart Corporation	\$29,700.00	\$0.00	\$0.00	\$0.00	\$0.00	\$29,700.00	
30.	Olla Beauty Supply, INC DBA Ultra Standard Distributors	10478	Sears Holdings Corporation	\$49,057.13	\$0.00	\$0.00	\$0.00	\$147,827.27	\$196,884.40	Olla Beauty Supply, INC DBA Ultra Standard Distributors	10561	Sears Holdings Corporation	\$49,057.13	\$0.00	\$0.00	\$0.00	\$147,827.27	\$196,884.40	
31.	P.K. Douglass Inc.	2202	Kmart Corporation	\$32,995.10	\$0.00	\$0.00	\$0.00	\$0.00	\$32,995.10	P.K. Douglass Inc.	8516	Kmart Corporation	\$30,778.80	\$0.00	\$0.00	\$0.00	\$0.00	\$30,778.80	
32.	Pearl Global Industries Limited	1445	Sears, Roebuck and Co.	\$1,118,516.11	\$0.00	\$0.00	\$0.00	\$0.00	\$1,118,516.11	Pearl Global Industries Limited	16468	Sears Holdings Corporation	\$134,673.93	\$0.00	\$0.00	\$0.00	\$562,281.51	\$696,955.44	
33.	Pearl Global Industries Limited	3313	Sears, Roebuck and Co.	\$1,118,516.11	\$0.00	\$0.00	\$0.00	\$0.00	\$1,118,516.11										
34.	Pearl Global Industries Limited	1452	Kmart Holding Corporation	\$1,505,897.25	\$0.00	\$0.00	\$0.00	\$0.00	\$1,505,897.25	Pearl Global Industries Limited	16366	Kmart Holding Corporation	\$496,224.75	\$0.00	\$0.00	\$0.00	\$457,099.53	\$953,324.28	
35.	Pearl Global Industries Limited	2687	Kmart Corporation	\$1,505,897.25	\$0.00	\$0.00	\$0.00	\$0.00	\$1,505,897.25										
36.	Pearl Global Industries Limited	3174	Kmart Corporation	\$1,505,897.25	\$0.00	\$0.00	\$0.00	\$0.00	\$1,505,897.25										
37.	Pearl Global Industries Limited	3305	Kmart Corporation	\$1,505,897.25	\$0.00	\$0.00	\$0.00	\$0.00	\$1,505,897.25										
38.	Quality House Int	753	Sears Holdings Corporation	\$1,678,807.63	\$0.00	\$0.00	\$0.00	\$568,632.17	\$2,247,439.80	Quality House Int	2939	Sears Holdings Corporation	\$1,678,807.63	\$0.00	\$0.00	\$0.00	\$568,632.17	\$2,247,439.80	
										Quality House Int	7897	Sears, Roebuck and Co.	\$141,342.75	\$0.00	\$0.00	\$0.00	\$642,984.39	\$784,327.14	
39.	South Water Signs	356	Sears Holdings Corporation	\$20,640.00	\$0.00	\$0.00	\$0.00	\$38,644.00	\$59,284.00	SOUTH WATER SIGNS	9060	Sears Holdings Corporation	\$20,640.00	\$0.00	\$0.00	\$0.00	\$36,394.00	\$57,034.00	
40.	Thiessen Communications	1124	Sears Holdings Corporation	\$21,700.00	\$0.00	\$0.00	\$21,700.00	\$120,818.01	\$164,218.01	Vendor Recovery Fund IV, LLC as Transferee of Thiessen Communications	6713	Sears Holdings Corporation	\$38,122.00	\$0.00	\$0.00	\$0.00	\$0.00	\$38,122.00	

Claims to be Disallowed										Surviving Claims								
Ref #	Name of Claimant	Claim No. to be Disallowed	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount	Name of Claimant	Surviving Claim No.	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount
41.	Weihai Lianqiao International Coop. Group Co., LTD	519	Kmart Corporation	\$897,737.81	\$0.00	\$0.00	\$0.00	\$105,863.90	\$1,003,601.71	Weihai Lianqiao International Coop Group Co. Ltd.	15702	Kmart Corporation	\$267,841.10	\$0.00	\$0.00	\$0.00	\$622,271.58	\$890,112.68
42.	Weihai Lianqiao International Coop Group Co., Ltd	2340	Kmart Corporation	\$897,737.81	\$0.00	\$0.00	\$0.00	\$105,863.90	\$1,003,601.71									
43.	Weihai Lianqiao International Coop. Group Co., Ltd	818	Sears, Roebuck and Co.	\$1,988,977.51	\$0.00	\$0.00	\$0.00	\$979,952.80	\$2,968,930.31	Weihai Lianqiao International Coop Group Co. Ltd.	15587	Sears, Roebuck and Co.	\$646,697.26	\$0.00	\$0.00	\$0.00	\$1,965,191.34	\$2,611,888.60
44.	Weihai Lianqiao International Coop. Group Co., Ltd	2513	Sears, Roebuck and Co.	\$1,988,977.51	\$0.00	\$0.00	\$0.00	\$979,952.80	\$2,968,930.31									
45.	Whitebox Multi- Strategy Partners, LP as Transferee of SportsPower Limited	3352	Sears, Roebuck and Co.	\$246,180.00	\$0.00	\$0.00	\$0.00	\$0.00	\$246,180.00	Whitebox Multi- Strategy Partners, LP as Transferee of SportsPower Limited	13944	Sears, Roebuck and Co.	\$246,180.00	\$0.00	\$0.00	\$0.00	\$0.00	\$246,180.00
46.	Whitebox Multi- Strategy Partners, LP as Transferee of SportsPower Limited	4284	Sears, Roebuck and Co.	\$246,180.00	\$0.00	\$0.00	\$0.00	\$0.00	\$246,180.00									
47.	Wicked Fashions, Inc.	4102	Sears Holdings Corporation	\$144,912.00	\$0.00	\$0.00	\$0.00	\$0.00	\$144,912.00	Wicked Fashions, Inc.	15247	Sears Holdings Corporation	\$144,912.00	\$0.00	\$0.00	\$0.00	\$0.00	\$144,912.00
										Wicked Fashions, Inc.	16205	Sears Holdings Corporation	\$144,912.00	\$0.00	\$0.00	\$0.00	\$0.00	\$144,912.00
48.	Winners Industry Company Limited	7825	Sears, Roebuck and Co.	\$943,943.23	\$0.00	\$0.00	\$0.00	\$1,173,318.89	\$2,117,262.12	Winners Industry Company Limited	15654	Sears, Roebuck and Co.	\$1,726,765.83	\$0.00	\$0.00	\$0.00	\$1,173,318.89	\$2,900,084.72
										Winners Industry Company Limited	17627	Sears, Roebuck and Co.	\$1,726,765.83	\$0.00	\$0.00	\$0.00	\$1,173,318.89	\$2,900,084.72
49.	Winners Industry Company Limited	7827	Kmart Corporation	\$1,117,926.72	\$0.00	\$0.00	\$0.00	\$1,253,150.92	\$2,371,077.64	Winners Industry Company Limited	15719	Kmart Corporation	\$1,205,965.44	\$0.00	\$0.00	\$0.00	\$1,253,150.92	\$2,459,116.36
										Winners Industry Company Limited	16253	Kmart Corporation	\$1,205,965.44	\$0.00	\$0.00	\$0.00	\$1,253,150.92	\$2,459,116.36
50.	Zhejiang YAT Electrical Appliance Co. Ltd. #4188	3852	Sears Holdings Corporation	\$741,944.50	\$0.00	\$0.00	\$0.00	\$0.00	\$741,944.50	Zhejiang YAT Electrical Appliance Co. Ltd. #4188	8677	Sears, Roebuck and Co.	\$741,944.50	\$0.00	\$0.00	\$0.00	\$0.00	\$741,944.50